

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION**

IN RE:	§	
	§	
TITUS TRANSPORTATION, LP,	§	CASE NO. 10-42202
	§	
TITUS LOGISTICS SERVICES, LP	§	CASE NO. 10-42203
	§	
DEBTORS.	§	Chapter 11
	§	
	§	Judge Brenda T. Rhoades
	§	
	§	HEARING DATE: JULY 7, 2010
	§	HEARING TIME: 11:00 A.M.

MOTION FOR JOINT ADMINISTRATION OF CASES

TO THE HONORABLE BRENDA T. RHOADES
UNITED STATES BANKRUPTCY JUDGE:

NOTICE OF HEARING

PLEASE TAKE NOTICE THAT AN EMERGENCY HEARING ON THIS MOTION IS SET FOR WEDNESDAY, JULY 7, 2010 AT 11:00 A.M., BEFORE THE HONORABLE BRENDA T. RHOADES, UNITED STATES BANKRUPTCY JUDGE, 660 NORTH CENTRAL EXPRESSWAY, SUITE 300B, PLANO, TEXAS 75074.

Titus Transportation, LP (“Titus”), and Titus Logistics Services, LP (“Logistics”) (collectively, the “Debtors”), file this Motion for Joint Administration of Cases (the “Motion”). In support of this Motion, the Debtors would respectfully show the Court as follows:

I. JURISDICTION

1. This Court has jurisdiction over the subject matter of this action pursuant to 28 U.S.C. § 1334. This matter is a core proceeding as defined in 28 U.S.C. § 157(b)(2). Venue is proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409.

2. This Motion is made pursuant to section 105 of the United States Bankruptcy Code and rule 1015(b) of the Federal Rules of Bankruptcy Procedure (“Bankruptcy Rules”).

II. BACKGROUND

3. These cases were commenced by the filing of voluntary petitions under chapter 11 of the Bankruptcy Code on July 2, 2010 (the “Petition Date”).

4. No trustee or examiner has been appointed, and no official committee of creditors or equity interest holders has yet been established.

5. Each of the Debtors is a Texas limited partnership. The Debtors’ provide nationwide transportation and logistic services, primarily focused on the food industry. The Debtors principal offices are located in Denton, Texas, and they have additional office locations in Hutchinson, Kansas and Grottoes, Virginia. The Debtors have operated continuously since 1986.

II. RELIEF REQUESTED

6. Bankruptcy Rule 1015(b) provides for the joint administration of bankruptcy estates where two or more petitions are pending by or against a debtor and an affiliate in the same court. FED. R. BANKR. P. 1015(b). The Bankruptcy Court defines “affiliate” as an “entity that directly or indirectly owns, controls, or holds with power to

vote, 20 percent or more of the outstanding voting securities of the debtor” 11 U.S.C. §101(2)(A).

7. As established *infra*, the two (2) Debtors are “affiliates” within the meaning of 11 U.S.C. § 101(2). Pursuant to Bankruptcy Rule 1015, this Court may order the joint administration of affiliated debtors. By this Motion, the Debtors request the entry of an order consolidating, for procedural purposes only, the above-captioned chapter 11 cases.

8. Many of the motions, hearings and orders that will be involved in the above-captioned chapter 11 bankruptcy cases will affect both of the Debtors given the intertwined business operations of the Debtors. Joint administration of these chapter 11 cases will streamline and simplify the filing process by eliminating the burden of having to file duplicative pleadings and/or conduct duplicative proceedings. Absent an order allowing joint administration of the debtors, there could be unnecessary and duplicative pleadings filed with this Court.

9. The joint administration of these cases will permit the Clerk of the Court to utilize one docket and maintain one set of files, thereby eliminating the need for this Court to enter numerous duplicative orders. The Debtors anticipate that many of the notices, applications, motions hearings and orders presented herein will impact both of the Debtors.

10. Through joint administration, the administrative costs associated with the Debtors’ reorganization efforts will be reduced. Joint administration will further facilitate the supervision of the above-captioned chapter 11 cases by the Office of the United States Trustee and other parties in interest.

11. The rights of the respective creditors of the Debtors will not be adversely affected by joint administration of the above-captioned bankruptcy cases since this Motion only requests that the cases be jointly administered. The Debtors are not requesting to have these cases substantively consolidated at this time. The rights of all interested parties will not be prejudiced by an order directing joint administration of the Debtors' separate cases. Each interested party will retain whatever rights it has against the particular estate in which it allegedly has a claim, right or interest. Specifically, each claim holder must file a proof of claim against each of the respective estates against which it asserts a claim.

12. The Debtors propose that the caption attached hereto as Exhibit "A" and incorporated herein by this reference be used by all parties in all pleadings filed herein if joint administration is ordered. The use of the simplified caption will eliminate confusion and ensure uniformity.

13. By reason of the foregoing, the interests of the Debtors, their creditors and equity security holders will best be served by joint administration of the above-captioned chapter 11 bankruptcy cases.

14. No prior motion for relief requested herein has been made to this or any other Court.

WHEREFORE, PREMISES CONSIDERED, the Debtors request that this Court enter an order directing:

- a. the joint administration of the bankruptcy cases under the name Titus Transportation, LP pursuant to Bankruptcy Rule 1015;
- b. the maintenance of one docket for each of the above-captioned cases;
- c. the maintenance of one file for all pleadings and documents filed in each of the above-captioned cases;

- d. a docket entry on the docket of the Titus Logistics Services, LP case to clearly indicate that such case is now being administered under consolidated Case No. 10-42202 as set forth in the caption attached hereto as Exhibit "A"; and
- e. such other and further relief as this Court may deem just and proper.

DATED: July 2, 2010

Respectfully submitted,

WRIGHT GINSBERG BRUSILOV P.C.

By: /s/ Frank J. Wright
Frank J. Wright
Texas Bar No. 22028800
Paul B. Geilich
Texas Bar No. 07792500
C. Ashley Ellis
Texas Bar No. 00794824

600 Signature Place
14755 Preston Road
Dallas, Texas 75254
(972) 788-1600 Phone
(972) 239-0138 Fax

**PROPOSED ATTORNEYS FOR
DEBTORS-IN-POSSESSION**

CERTIFICATE OF SERVICE

I, the undersigned, hereby certify that on the 2nd day of July, 2010, I served the foregoing Motion on the Office of the United States Trustee either by facsimile, electronic mail, overnight courier, and/or first class United States mail, postage prepaid.

Office of the United States Trustee
110 North College Avenue
300 Plaza Tower
Tyler, Texas 75702

/s/ C. Ashley Ellis
C. Ashley Ellis

EXHIBIT "A"

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION**

IN RE:

**TITUS TRANSPORTATION, LP,
TITUS LOGISTICS SERVICES, LP,
DEBTORS.**

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CASE NO. 10-42202

JOINTLY ADMINISTERED

Chapter 11

Judge Brenda T. Rhoades

In re Titus Logistics Services, LP
Case No. 10-42203

Titus Transportation, LP
P.O. Box 2064
Denton, TX 76202

C.R. England, Inc.
P.O. Box 952407
St. Louis, MO

R & B Transportation
P.O. Box 148
Charlestown, NH 03603

State Garden, Inc.
21 New England Produce Center
Chelsea, MA 02150

ABCO Transportation, Inc.
20537 Highway 301 North
Dade City, FL 33523

Frontier Express Incorporated
P.O. Box 96-203
Oklahoma City, OK 73196

Rakhra Mushroom Fram
P.O. Box 2002
Alamosa, CO 81101

LRC Trucking
P.O. Box 1613
Los Lunas, NM 87031

Baltica Transport, LLC
10063 Folsom Blvd.
Suite C
Sacramento, CA 95827

Royal Lines, Inc.
205 East Center Street
Duncanville, TX 75116-4837

Show Me Trucking
P.O. Box 404
Harrisonville, MO 64701

HWS Trucking
1025 Metker
Irving, TX 75062

PST Transport, Inc.
12445 N. 42nd Drive
Phoenix, AZ 85029

Rigs Arolling, LLC
4723 Preston Road
Federalsburg, MD 21632

Showalter, Inc.
P.O. Box 265
Swink, CO 81077

Icelane Logistics
1321 Foster Avenue
Nashville, TN 37210

Bhandal Brothers Trucking
P.O. Box 1711
Freedom, CA 95019

TRI HI Transportation, Inc.
N3163 State Highway 107
Merrill, WI 54452

Quality Intermodal Delivery Service
11124 Garland Road
Dallas, TX 75218

Karriers, Inc.
P.O. Box 12417
Grand Forks, ND 58202

United States Trustee's Office
110 North College Avenue
Suite 300
Tyler, TX 75702-7231

Denton County Tax Assessor's Office
P.O. Box 90204
Denton, TX 76202

Internal Revenue Service
IRS Special Procedures - Insolvency
P.O. Box 21126
Philadelphia, PA 19114

Securities and Exchange Commission
100 F. Street NE
Washington, DC 20549

State Comptroller of Public Accts.
Revenue Acct. Division - Bankruptcy
P.O. Box 13528
Austin, TX 78711

In re Titus Transportation, LP
Case No.

GE Capital T.I.P.
75 Remittance Drive
Chicago, IL 60675

GE Transportation Finance
P.O. Box 822108
Philadelphia, PA 19182

Key Equipment Finance
- Payment Processing
P.O. Box 74713
Cleveland, OH 44194

Lease Corporation of America
3150 Livernois
Troy, MI 48083

MHC Financial Services, Inc.
P.O. Box 412582
Kansas City, MO 64141

Navistar Financial Corp.
P.O. Box 96070
Chicago, IL 60693

PACCAR Financial Corp.
P.O. Box 676014
Dallas, TX 75267

Superior Trailer Sales
501 Hwy 80 East
Sunnyvale, TX 75182

Trans Lease, Inc.
4475 E. 7th Ave., Suite 103
Commerce City, CO 80022

Wells Fargo Equipment Service
NW-8178
Minneapolis, MN 55485

James and May Browne
9325 Grandview
Denton, TX 76207

Blue Cross Blue Shield
Attn: Customer Service
P.O. 66049
Dallas, TX 75266

Comdata
P.O. Box 548
Brentwood, TN 37024

Xtra Lease
P.O. Box 99262
Chicago, IL 60693

Pilot Travel Centers
5508 Lonas Drive
P.O. Box 10146
Knoxville, TN 37939

Cline Wood Agency, Inc.
1900 Ballpark Way
Suite 108
Arlington, TX 76006

PLM Leasing
14095 Collections Center Drive
Chicago, IL 60693

T Check Systems, Inc.
SDS 12-1039
P.O. Box 86
Minneapolis, MN 55486

Premier Trailer Leasing
991 Rt. 22 West
Bridgewater, NJ 08807

Strasburger & Price, LLP
P.O. Box 50100
Dallas, TX 75250

Bridgestone Bandag, LLC
P.O. Box 92090
Chicago, IL 60675

Bowman Sales & Equipment, Inc.
P.O. Box 433
Williamsport, MD 27195

Premium Financing Specialists, Inc.
22343 Network Place
Chicago, IL 60673

Michelin North America, Inc.
P.O. Box 100860
Atlanta, GA 30384

Premium Assignment Corporation
P.O. Box 3100
Tallahassee, FL 32315

Pro Tire
3009 Windy Hill
Denton, TX 76209

Tatum, LLC
303 Peachtree Street NE
SunTrust Plaza, Suite 4400
Atlanta, GA 30308

PrePass
23566 Network Place
Chicago, IL 60673

RREC Denton Truckport, LLC
5949 Sherry Lane
Dallas, TX 76202

Denton Truckport
5949 Sherry Lane
Suite 750
Dallas, TX 76202

United States Trustee's Office
110 North College Avenue
Suite 300
Tyler, TX 75702-7231

Denton County Tax Assessor's Office
P.O. Box 90204
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